

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

DARKPULSE, INC.,

Plaintiff,

v.

FIRSTFIRE GLOBAL OPPORTUNITIES
FUND, LLC and ELI FIREMAN

Defendants.

Index No. 1:21-cv-11222 (ER)

**DECLARATION OF AARON H. MARKS IN SUPPORT OF DEFENDANTS'
MOTION TO DISMISS THE FIRST AMENDED COMPLAINT**

I, Aaron H. Marks, hereby declare, under penalty of perjury pursuant to 28 U.S.C. § 1746, as follows:

1. I am a partner of the law firm of Kirkland & Ellis LLP, counsel of record for Defendants FirstFire Global Opportunities Fund, LLC (“FirstFire”) and Eli Fireman in the above-captioned action. I have personal knowledge of the facts set forth in this Declaration, unless otherwise indicated. I submit this Declaration in support of Defendants’ Motion to Dismiss the First Amended Complaint.

2. Attached hereto as **Exhibit A** is a true and correct copy of excerpts from DPLS’s Form 424B4 Prospectus filed with the SEC on EDGAR on May 3, 2022.

3. Attached hereto as **Exhibit B** is a true and correct copy of excerpts from DPLS’s Form 10-Q for the quarterly period ended March 31, 2022, filed with the SEC on EDGAR on May 16, 2022.

4. Attached hereto as **Exhibit C** is a true and correct copy of excerpts from DPLS's Form 10-K for the annual period ended December 31, 2018, filed with the SEC on EDGAR on April 16, 2019, and Exhibits 99.5, 10.2, and 4.1 thereto.

5. Attached hereto as **Exhibit D** is a true and correct copy of excerpts from DPLS's Form S-1/A Registration Statement, filed with the SEC on EDGAR on December 9, 2021.

6. On 36 separate occasions in 2020 and in 2021, when adding together the numbers from DPLS's public filings, DPLS issued over 3,545,370,000 common shares in connection with conversions of promissory notes, including the 177,375,000 common shares issued to FirstFire. (**Exhibit D**, DPLS Form S-1/A at II-3-II-5.)

7. Attached hereto as **Exhibit E** is a true and correct copy of the Registration Rights Agreement between DPLS and FirstFire entered into on April 26, 2021.

8. A review of DPLS's public filings since April 26, 2021 shows no registration statements registering the shares that were the subject of the 2021 Note.

9. Attached hereto as **Exhibit F** is a true and correct copy of Amendment No. 1 to the Convertible Promissory Note issued on April 26, 2021 between FirstFire and DPLS, entered into on October 25, 2021 and effective as of April 26, 2021.

10. Attached hereto as **Exhibit G** is a true and correct copy of DPLS's Form 8-K filed with the SEC on EDGAR on May 5, 2021.

11. Attached hereto as **Exhibit H** is a true and correct copy of DPLS's Form 8-K filed with the SEC on EDGAR on February 7, 2022.

12. Attached hereto as **Exhibit I** is a true and correct copy of DPLS's Form 8-K filed with the SEC on EDGAR on February 8, 2021.

13. Attached hereto as **Exhibit J** is a true and correct copy of DPLS's registration to do business in the state of Texas, obtained through a public records search.

14. Attached hereto as **Exhibit K** is a true and correct copy of DPLS's name reservation in the state of Arizona, obtained through a public records search.

15. Attached hereto as **Exhibit L** is a true and correct copy of a business entity search conducted on the New York Department of State Division of Corporations website.

16. Attached hereto as **Exhibit M** is a true and correct copy of DPLS's Form 8-K/A filed with the SEC on EDGAR on November 19, 2018.

17. Attached hereto as **Exhibit N** is a true and correct copy of excerpts from DPLS's Form 10-K for the annual period ended December 31, 2019, filed with the SEC on EDGAR on June 8, 2020.

18. Attached hereto as **Exhibit O** is a true and correct copy of excerpts from DPLS's Form 10-Q for the quarterly period ended September 30, 2020, filed with the SEC on EDGAR on November 13, 2020.

19. Attached hereto as **Exhibit P** is a true and correct copy of Visium Technologies, Inc.'s Form 8-K filed with the SEC on EDGAR on January 16, 2019, and Exhibit 10.2 thereto.

Pursuant to 28 U.S.C. § 1746(2), I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 26, 2022 in Westchester County, New York.

/s/ Aaron H. Marks
Aaron H. Marks